



April 27, 2007

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Lake Canyon Area #14-21-46 DLB Well
Surface: 514' FSL & 1863' FEL - SWSE, 21-T4S-R6W
Bottom Hole: 660' FSL & 1980' FWL - SESW, 21-T4S-R6W
Duchesne County, Utah

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APR 30 2007

DIV. OF OIL, GAS & MINING

Dear Ms. Mason:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-11, pertaining to Directional Drilling and the Location and Siting of Wells.

- The above-mentioned proposed location is within our Lake Canyon Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area and also minimize surface disturbance.
- BBC hereby certifies it owns a working interest along with Berry Petroleum Company, and together we own 100% of the working interest within 460 feet of the entire directional well bore.
- Our ownership rights under our Exploration and Development Agreement with the Ute Indian Tribe and UDC provides for the drilling of exploratory wells. Said agreement provides that we consult with these owners regarding the drilling of this well.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. If you should have any questions or need further information, please contact me at 303-312-8546.

Sincerely,

Reed Haddock
Permit Analyst

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420



April 27, 2007

Utah Division of Oil, Gas and Mining
P.O. Box 145801
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801

14-21-46 DLB
Tribal Surface/Tribal Minerals
SWSE, Section 21-T4S-R6W
Duchesne County, Utah

Diana Mason, Permitting - Petroleum Technician:

Enclosed please find the original copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological Consultants conducted a Class III archeological survey for this location. The results of this survey have been outlined in Montgomery's report dated April 27, 2007. Based on the findings, a determination of "no historic properties affected" is recommended for this site.

Please contact me at (303) 312-8546 if you need anything additional or have any questions.

Sincerely,

Reed Haddock
Permit Analyst

Enclosures

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SUITE 2300
DENVER, CO 80202
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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

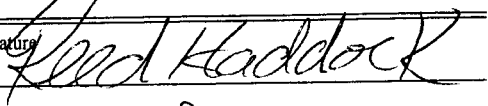
FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. BIA 14-20-H62-5500
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name UTE INDIAN TRIBE
2. Name of Operator BILL BARRETT CORPORATION		7. If Unit or CA Agreement, Name and No. N/A
3a. Address 1099 18th Street, Suite 2300 Denver CO 80202		8. Lease Name and Well No. # 14-21-46 DLB
3b. Phone No. (include area code) (303) 312-8546		9. API Well No. Pending 43-013-33630
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface SWSE, 514' FSL, 1863' FEL At proposed prod. zone SESW, 660' FSL, 1980' FWL		10. Field and Pool, or Exploratory Altamont
11. Sec., T. R. M. or Blk. and Survey or Area Section 21-T4S-R6W U.S.B.&M.		12. County or Parish Duchesne
13. State UT		
14. Distance in miles and direction from nearest town or post office* Approximately 12.6 miles southwest of Duchesne, Utah		
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 514' SHL; 660' BHL	16. No. of acres in lease N/A	17. Spacing Unit dedicated to this well 40
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1,200' abandoned well	19. Proposed Depth 9560' MD	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7133' ungraded ground	22. Approximate date work will start* 07/01/2007	23. Estimated duration 45 days

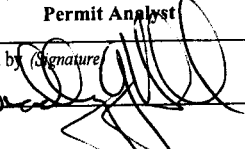
24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature 	Name (Printed/Typed) Reed Haddock	Date 04/27/2007
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Title Permit Analyst		
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Approved by (Signature) 	Name (Printed/Typed) BRADLEY G. HILL	Date 05-07-07
---	--	-------------------------

Title ENVIRONMENTAL MANAGER	Office	
---------------------------------------	--------	--

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on page 2)

Surf

BHL

Federal Approval
Action is Necessary

RECEIVED

APR 30 2007

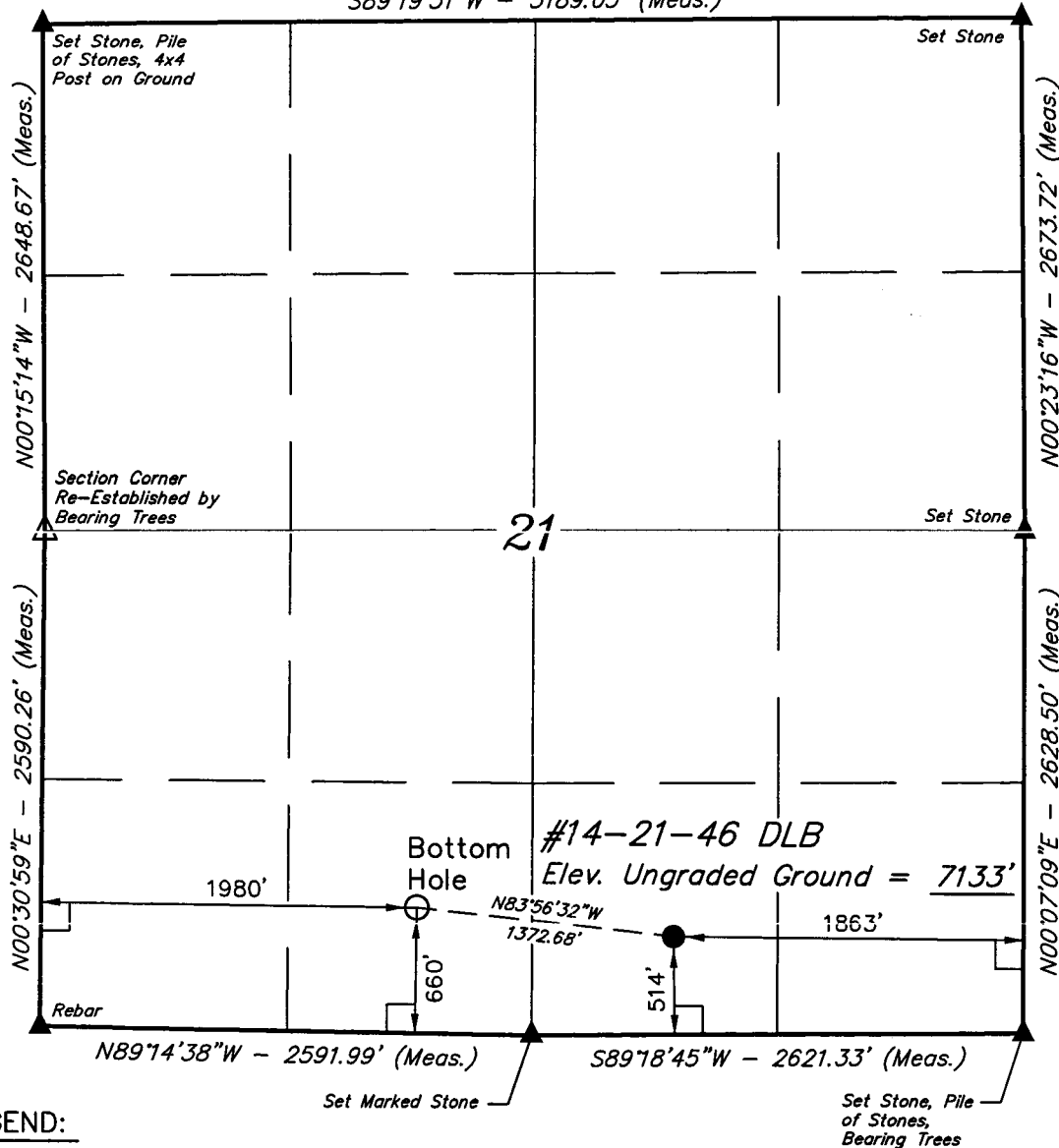
DIV. OF OIL, GAS & MIN.

537114X
4440154Y
40.112764
-110.564505





536.703X
4440195Y
40.113156
-110.564318

T4S, R6W, U.S.B.&M.

S89°19'51"W - 5189.03' (Meas.)



LEGEND:

-  = 90° SYMBOL
 = PROPOSED WELL HEAD.
 = SECTION CORNERS LOCATED.
 = SECTION CORNERS RE-ESTABLISHED.
 (Not Set on Ground)

(NAD 83)
LATITUDE = 40°06'45.74" (40.112706)
LONGITUDE = 110°33'54.43" (110.565119)
(NAD 27)
LATITUDE = 40°06'45.89" (40.112747)
LONGITUDE = 110°33'51.87" (110.564408)

BILL BARRETT CORPORATION

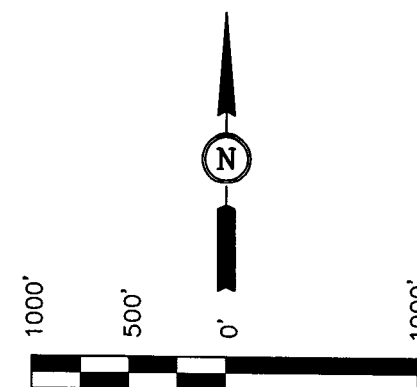
Well location, #14-21-46 DLB, located as shown in the SW 1/4 SE 1/4 of Section 21, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

Basis of Elevation

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE DISPLAY WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEY MADE BY ME 167318 UNDER
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 6134
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078

(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 04-12-07	DATE DRAWN: 04-13-07
PARTY D.R. K.A. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

HAZARDOUS MATERIAL DECLARATION

WELL NO. # 14-21-46 DLB - LEASE NO. BIA 14-20-H62-5500

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

DRILLING PLAN

BILL BARRETT CORPORATION

14-21-46 DLB

SHL: SWSE, 514' FSL & 1863' FEL, Section 21-T4S-R6W

BHL: SESW, 660' FSL & 1980' FWL, Section 21-T4S-R6W

Surface Owner: Tribal (Ute)

Duchesne County, Utah

1 - 3. **Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

<u>Formation</u>	<u>Depth – MD</u>
Duchesne River/Uinta	Surface
Green River	3,757'
Douglas Creek	4,559'
Black Shale	5,242'
Castle Peak	5,527'
Wasatch	6,163' *
North Horn	8,085' *
TD	9,560'

*PROSPECTIVE PAY

The Wasatch and the North Horn are primary objectives for oil/gas.

4. **Casing Program**

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
12 ¼"	surface	960'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	surface	9,560'	5 ½"	17#	N or I 80	LT&C	New

5. **Cementing Program**

9 5/8" Surface Casing	Approximately 330 sx Halliburton Light Premium with additives mixed at 12.3 ppg (yield = 1.43 ft ³ /sx) circulated to surface with 100% excess
5 ½" Production Casing	Approximately 180 sx Halliburton Hi-Fill Modified cement with additives mixed at 11.0 ppg (yield = 3.81 ft ³ /sx). Approximately 760 sx Halliburton Light Premium Plus cement with additives mixed at 13.5 ppg (yield = 1.58 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 900'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 960'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
960' – TD	8.6 – 10.6	42-52	15 cc or less	KCL Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 960'	No pressure control required
960' – TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 3000 psi;	
- Ancillary equipment and choke manifold rated at 3,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. **Auxiliary equipment**

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

10. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5176 psi* and maximum anticipated surface pressure equals approximately 3110 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation
Drilling Program
14-21-46 DLB
Duchesne County, Utah

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A - (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Approximately June 15, 2007
Spud:	Approximately July 1, 2007
Duration:	20 days drilling time
	45 days completion time



BILL BARRETT CORPORATION

**1099 18th St., Suite 2300
Denver, CO 80202**

Field: Brundage/Lake Canyon
Geological Basin: Uinta
Well Name: General
Location: Duchesne County, UT

KCL Polymer Drilling Fluid Recommendation

Prepared for: Mr. Dominic Spencer

August 17, 2006

Submitted by:
Isaac Womack, Tech. Prof., Baroid product service line, Halliburton
1125 17th St., Suite 1900
Denver, CO 80202
303.675.4476
isaac.womack@Halliburton.com

HALLIBURTON
Baroid

DRILLING PROGRAM BRIEFING

Well total depth : 8,500' TMD

		<u>Hole Size</u>	<u>Casing</u>	<u>Length</u>
Casing design :	Surface	12 1/4"	9 5/8"	750'
	Production	7 7/8"	5 1/2"	8500'

*Fluid density : 8.3 - 9.0 ppg from 0' to 750'
8.6 - 10.0 ppg from 750' to 8500'

NOTE: Data taken from off-set wells in Duchesne County, UT

*The drilling fluid density schedule is intended as a guideline only. Actual drilling fluid densities should be determined by well bore conditions and drilling parameters.

Estimated drilling days : 0' to 750' = 2 days (12 1/4" Hole)
750' to 8,500' = 16days (7 7/8" Hole)

Total = 18 days

Drilling fluid systems : 0' to 750' - Freshwater Spud Mud
750' to 8,500' - KCL Polymer

Solids control equipment : 0' - 8,500'
- Two Shale Shakers
- Desander / Desilter / Degasser
- One High Speed Centrifuge
(if available)

Est. total drilling fluid cost: \$ 17,219.00

DRILLING FLUID PROGRAM SUMMARY

The following drilling fluid systems are proposed for the Brundage Canyon well:

HOLE SIZE (in.)	DRILLING FLUID SYSTEM	FLUID DENSITY (ppg)	INTERVAL LENGTH FROM - TO
12 1/4"	Freshwater spud mud fluid system	8.3 - 9.0	0' to 750'
8 3/4"	KCL Polymer fluid system	8.6 - 10.6	750' to 8,500'

12 1/4" Hole Section (0' to 750' TMD)

A freshwater spud mud drilling fluid system is recommended to drill this interval. Drill out conductor casing shoe with freshwater using additions of AQUAGEL and EZ-MUD to maintain fluid properties, as well as in hi-vi sweeps to facilitate hole cleaning. Pump BARACARB (25/50)/ sawdust sweeps prior to tripping out of the hole. Monitor the drill-string for tight connections. Expect minor to severe lost circulation in this interval. Pump sweeps of saw dust/ BARACARB at 5-10 ppb for minor seepage and sweeps of N-seal at 5 ppb and saw dust at 10 ppb for more severe losses. When total depth (TD) is reached make a wiper trip to the shoe to "clean up" the well bore, a string of 9 5/8" casing will then be set and cemented back to surface.

7 7/8" Hole Section (750' to 8,500' TMD)

After drilling the surface hole section, dump all of the drilling fluid used in the surface interval to the reserve pit. Check reserve pit water to make sure it is acceptable to use for drilling fluid.

Mud up with the following:

- .5 lb./bbl N-Vis P
- 2 lb/bbls ZEOGEL
- .5 lb/bbl BARACOR 700 (or phosphates over 1300 ppm (see corrosion program))
- 3% by volume KCL

Maintain 3% KCL in the reserve pit while drilling this section. (add 3.5 ppb for every 1% increase)

Test for % of KCL

$$((\text{ml of .282 Silver Nitrate added} * 10,000)/3280) = \% \text{KCL}$$

*record and report this concentration on each mud report

Add BARACAT to reserve pit to flocculate out solids. This system should have sufficient YP to keep the hole clean while drilling this interval.

Lost Circulation: Should losses occur while drilling the lateral section add BARACARB (5) OR BARACARB (50) to control. (BARACARB can be acidized) Concentrations of BARACARB will be determined by the losses encountered. Expect increased lost circulation with increases in drilling fluid density. Continue to monitor and record all

Brundage Canyon

Duchesne County, Utah

instances of gas kicks, water flows and lost circulation, adjust mud weight as needed. Sweeps of LUBRA-BEADS may help reduce mechanical torque due to the dog-legs. When lateral has been drilled, circulate the hole clean and run production casing.

Recommended Drilling Fluids Properties							
Drilling Depth (ft)	Fluid Density (lb/gal)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
0' - 750'	8.3 - 8.8	26 - 36	NC	7.0- 8.5	0 - 15	0 - 24	< 8
Surface casing: 9 5/8" set at 750' TMD							

- ◆ Spud with freshwater. Circulate through a reserve pit if possible.
- ◆ Mix 10.0-ppb AQUAGEL, 1.0 ppb EZ MUD, and 0.5-ppb lime in 50 bbl sweeps to improve well bore cleaning.
- ◆ Mix 1.0 gal. EZ-MUD down drill sting on connections for shale inhibition and optimum drill solids removal by the solids control equipment.
- ◆ Mix sweeps of saw dust/ BARACARB(25/50) at 5-10 ppb for minor seepage and N-seal at 5 ppb and saw dust at 10 ppb for more severe losses.
- ◆ If well bore conditions indicate, mud up to a KCL fluid system as indicated in the production interval.

Drilling Depth (ft)	Fluid Density (lb/gal)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
750' - 8,500'	8.6 - 10.6	42 - 52	<20	10.5- 12.0	0-15	0-20	< 8
Production casing: 5 1/2" set at 8,500' TMD							

- ◆ Drill out the surface casing shoe with KCL Polymer fluid system.
- ◆ Build initial pH with caustic soda then maintain with lime
- ◆ Additions of 0.5-ppb BARAZAN D can be used to enhance the low end rheology for optimum well bore cleaning and a lower solids drilling fluid.
- ◆ For seepage losses sweep the hole with 10.0-ppb BARACARB (25/50) in sweeps.
- ◆ For more severe losses sweep the hole with 5.0-ppb N-SEAL and 10.0-ppb Saw Dust. If losses can't be controlled, spot an 80.0-ppb HYDRO-PLUG pill across the loss zone(s).
- ◆ Spot pills of LUBRA-BREADS and/or TORQUE-LESS for additional torque and drag reduction as needed in dog-legs.



**Bill Barrett Corporation E-bill
1099 18th Street - Suite 2300
Denver, Colorado 80202**

Brundage Canyon General

Duchesne County, Utah
United States of America

Cementing Recommendation

Prepared for: Dominic Spencer
August 15, 2006
Version: 1

Submitted by:
Pat Kundert
Halliburton Energy Services
1125 17th Street - Suite 1900
Denver, Colorado 80202
+303.886.0839

HALLIBURTON

HALLIBURTON

Job Recommendation

9 5/8" Intermediate

Fluid Instructions

Fluid 1: Water Spacer

Gelled Water Ahead

Fluid Density: 8.33 lbm/gal

Fluid Volume: 20 bbl

Fluid 2: Primary Cement

Premium Plus - Type III

94 lbm/sk Premium Plus - Type III (Cement-api)

0.2 % Versaset (Thixotropic Additive)

2 % Calcium Chloride (Accelerator)

0.25 lbm/sk Flocele (Lost Circulation Additive)

Fluid Weight 14.50 lbm/gal

Slurry Yield: 1.43 ft³/sk

Total Mixing Fluid: 6.89 Gal/sk

Top of Fluid: 0 ft

Calculated Fill: 750 ft

Volume: 66.16 bbl

Calculated Sacks: 259.74 sks

Proposed Sacks: 260 sks

Job Recommendation

5 1/2" Production

Fluid Instructions

Fluid 1: Water Spacer

KCL Water Preflush

Fluid Density: 8.33 lbm/gal

Fluid Volume: 10 bbl

Fluid 2: Lead Cement – (3500 – 750')

Halliburton Hi-Fill Modified

94 lbm/sk Type 5 Cement (Cement)

16 % Bentonite (Light Weight Additive)

0.75 % Econolite (Light Weight Additive)

7.5 lbm/sk Gilsomite (Lost Circulation Additive)

2 lbm/sk Granulite TR 1/4 (Lost Circulation Additive)

3 % Salt (Salt)

0.2 % HR-7 (Retarder)

Fluid Weight 11 lbm/gal

Slurry Yield: 3.81 ft³/sk

Total Mixing Fluid: 23 Gal/sk

Top of Fluid: 750 ft

Calculated Fill: 2750 ft

Volume: 106.07 bbl

Calculated Sacks: 156.32 sks

Proposed Sacks: 160 sks

Fluid 3: Tail Cement – (TD – 3500')

Halliburton Light Premium Plus (Type 5)

3 % KCL (Clay Control)

1 % Econolite (Light Weight Additive)

0.5 % Halad(R)-322 (Low Fluid Loss Control)

0.6 % HR-5 (Retarder)

0.25 lbm/sk Flocele (Lost Circulation Additive)

1 lbm/sk Granulite TR 1/4 (Lost Circulation Additive)

Fluid Weight 13.50 lbm/gal

Slurry Yield: 1.58 ft³/sk

Total Mixing Fluid: 7.77 Gal/sk

Top of Fluid: 3500 ft

Calculated Fill: 6000 ft

Volume: 232.46 bbl

Calculated Sacks: 826.05 sks

Proposed Sacks: 830 sks

14-21-46 DLB Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (960' - 0')	
Halliburton Light Premium	Fluid Weight: 12.3 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.43 ft ³ /sk
0.25 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 10.6 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 960'
	Volume: 120.48 bbl
	Proposed Sacks: 330 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4059' - 960')	
Halliburton Hi-Fill Modified	Fluid Weight: 11.0 lbm/gal
16.0% Bentonite	Slurry Yield: 3.81 ft ³ /sk
0.75% Ecponolite	Total Mixing Fluid: 23.00 Gal/sk
7.5 lbm/sk Gilsonite	Top of Fluid: 960'
2.0 lbm/sk Granulite TR	Calculated Fill: 3,099'
3.0% Salt	Volume: 119.53 bbl
0.2% HR-7	Proposed Sacks: 180 sks
Tail Cement - (9560' - 4059')	
Halliburton Light Premium Plus	Fluid Weight: 13.5 lbm/gal
3.0% KCl	Slurry Yield: 1.58 ft ³ /sk
1.0% Econolite	Total Mixing Fluid: 7.77 Gal/sk
0.5% Halad®-322	Top of Fluid: 4,059'
0.6% HR-5	Calculated Fill: 5,501'
0.25 lbm/sk Flocele	Volume: 212.19 bbl
1.0 lbm/sk Granulite	Proposed Sacks: 760 sks

Brundage / Lake Canyon General

Well name:
Operator: **Bill Barrett Corporation**
String type: **Surface**
Location: **Duchesne County, UT**

Design parameters:

Collapse
Mud weight: 8.60 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:
Design factor 1.125

Environment:

H2S considered? No
Surface temperature: 70.00 °F
Bottom hole temperature: 79 °F
Temperature gradient: 1.22 °F/100ft
Minimum section length: 750 ft

Burst

Max anticipated surface pressure: 303 psi
Internal gradient: 0.22 psi/ft
Calculated BHP 468 psi

No backup mud specified.

Burst:

Design factor 1.10

Cement top: Surface

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.80 (J)
Premium: 1.80 (J)
Body yield: 1.80 (B)

Tension is based on buoyed weight.
Neutral point: 655 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,500 ft
Next mud weight: 9.700 ppg
Next setting BHP: 4,283 psi
Fracture mud wt: 12.000 ppg
Fracture depth: 750 ft
Injection pressure 468 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	750	9.625	36.00	J-55	ST&C	750	750	8.796	53.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	335	2020	6.029	468	3520	7.53	24	394	16.72 J

Prepared Dominic Spencer
by: Bill Barrett

Phone: (303) 312-8143
FAX: (303) 312-8195

Date: July 21, 2006
Denver, Colorado

arks:

pse is based on a vertical depth of 750 ft, a mud weight of 8.6 ppg. The casing is considered to be evacuated for collapse purposes.
pse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name: **Brundage / Lake Canyon General**
 Operator: **Bill Barrett Corporation**
 String type: **Production**
 Location: **Duchesne County, UT**

Design parameters:

Collapse

Mud weight: 9.70 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 70.00 °F
 Bottom hole temperature: 186 °F
 Temperature gradient: 1.22 °F/100ft
 Minimum section length: 1,500 ft

Burst:

Design factor 1.10

Cement top: 2,000 ft

Burst

Max anticipated surface

pressure: 2,697 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 4,787 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.80 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 8,103 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9500	5.5	17.00	N-80	LT&C	9500	9500	4.767	327.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4787	6290	1.314	4787	7740	1.62	138	348	2.53 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8143
 FAX: (303) 312-8185

Date: August 11, 2006
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 9500 ft, a mud weight of 9.7 ppg. The casing is considered to be evacuated for collapse purposes.
 Collapse strength is based on the Westcott, Dunlop & Kamler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

I-80 Performance Property Comparison

Outside Diameter, inch	Weight T & C, lb per ft	Thread Type	I-80 Performance Properties					J-55 Performance Properties					N-80 Performance Properties				
			Collapse, psi	Burst, psi	Tension, 1000 lbs Pipe Body Yield	Joint Strength	Maximum Set Depth, feet	Collapse psi	Burst, psi	Tension, 1000 lbs Pipe Body Yield	Joint Strength	Maximum Set Depth, feet	Collapse, psi	Burst, psi	Tension, 1000 lbs Pipe Body Yield	Joint Strength	Maxi Set D feet
4.500	9.50	Short	3900	6380	221	138	6930	3310	4380	152	101	5890	3900	6380	221	143	69
	10.50	Short	4940	6970	241	173	8780	4010	4790	165	132	7000	4940	6970	241	186	87
	11.60	Long	6350	7780	267	201	9610	4960	5350	184	162	7760	6350	7780	267	223	106
5.500	14.00	Short	3620	6210	322	234	6440	3120	4270	222	172	5550	3620	6210	322	243	64
	15.50	Long	4990	7000	361	282	8870	4040	4810	248	217	7180	4990	7000	361	306	88
	17.00	Long	6280	7740	397	320	10470	4910	5320	273	247	8060	6280	7740	397	348	111
7.000	20.00	Short	2740	5440	460	320	4870	2270	3740	316	234	4040	2740	5440	460	331	48
	23.00	Long	3830	6340	532	428	6810	3270	4360	366	313	5810	3830	6340	532	442	68
	26.00	Long	5410	7240	604	502	9620	4320	4980	415	367	7680	5410	7240	604	519	96
8.625	24.00	Short	1430	4290	555	337	2540	1370	2950	381	244	2440	1430	4290	555	346	25
	28.00	Long	2160	4930	636	478	3840	1880	3390	437	348	3340	2160	4930	636	493	38
	32.00	Long	3050	5710	732	574	5420	2530	3930	503	417	4500	3050	5710	732	591	54

I-80 Dimensions, Torques and Hydro-Test Pressures

Outside Diameter, inch	Weight T & C, lb per ft	Thread Type	Dimensions, inch					Make-Up Torque			Hydro- Test Pressure, psi
			Wall Thickness	Inside Diameter	Drift Diameter	Coupling Outside Diameter	Make-up Loss	Optimum	Minimum	Maximum	
4.500	9.50	Short	0.205	4.090	3.965	5.000	2.000	1380	1040	1730	5800
	10.50	Short	0.224	4.052	3.927	5.000	2.625	1790	1340	2240	6400
	11.60	Long	0.250	4.000	3.875	5.000	3.000	2190	1640	2740	7100
5.500	14.00	Short	0.244	5.012	4.887	6.050	2.875	2340	1760	2930	5700
	15.50	Long	0.275	4.950	4.825	6.050	3.500	2950	2210	3690	6400
	17.00	Long	0.304	4.892	4.767	6.050	3.500	3350	2510	4190	7100
7.000	20.00	Short	0.272	6.456	6.331	7.656	3.125	3200	2400	4000	5000
	23.00	Long	0.317	6.366	6.250	7.656	4.000	4280	3210	5350	5800
	26.00	Long	0.362	6.276	6.151	7.656	4.000	5020	3770	6280	6600
8.625	24.00	Short	0.264	8.097	7.972	9.625	3.000	3370	2530	4210	3900
	28.00	Long	0.304	8.017	7.892	9.625	4.500	4780	3590	5980	4500
	32.00	Long	0.352	7.921	7.875	9.625	4.500	5740	4310	7180	5200

1. API Bulletin 5C3, Sixth Edition, October 1994 was used to determine the listed properties.
2. The vertical set depth was computed using a 9.625 lb. per U.S. gallon mud, and safety factors of 1.125, 1.0 and 1.8 respectively, for collapse, burst and tension.
3. Products are available plain end and with IPSCO's premium connects QB1 and QB2.
4. As a service, IPSCO offers casing string designs upon request.

The information and data contained herein are accurate to our knowledge, based upon standard industry calculations. Buyers are encouraged to make their own evaluations of the above derived performance properties for their particular use. The specific warranty applicable to these goods is as contained in IPSCO's Order Acknowledgment, Conditions of Sale.



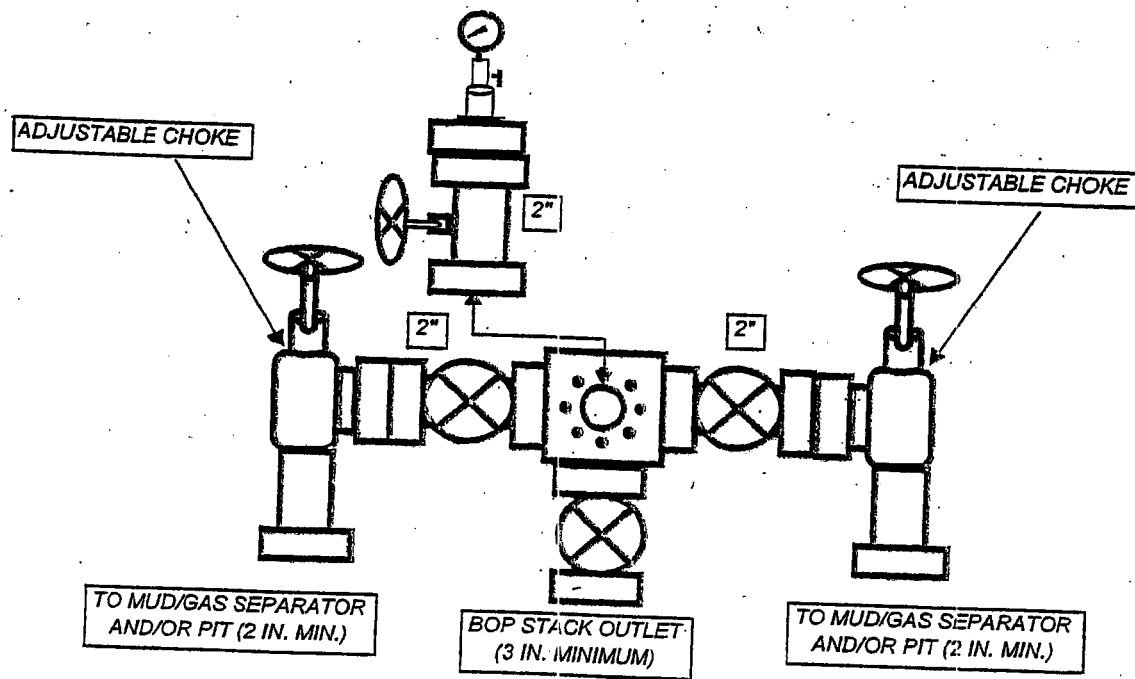
P.O. Box 18
Camanche, Iowa 52730
Phone: (563) 242-0000
Toll Free: 1-800-950-4775

400 505-3rd Street SW
Calgary, Alberta T2P 3E6
Phone: (403) 543-8000

P.O. Box 1670
Regina, Saskatchewan S4P 3C7
Phone: (306) 924-7700

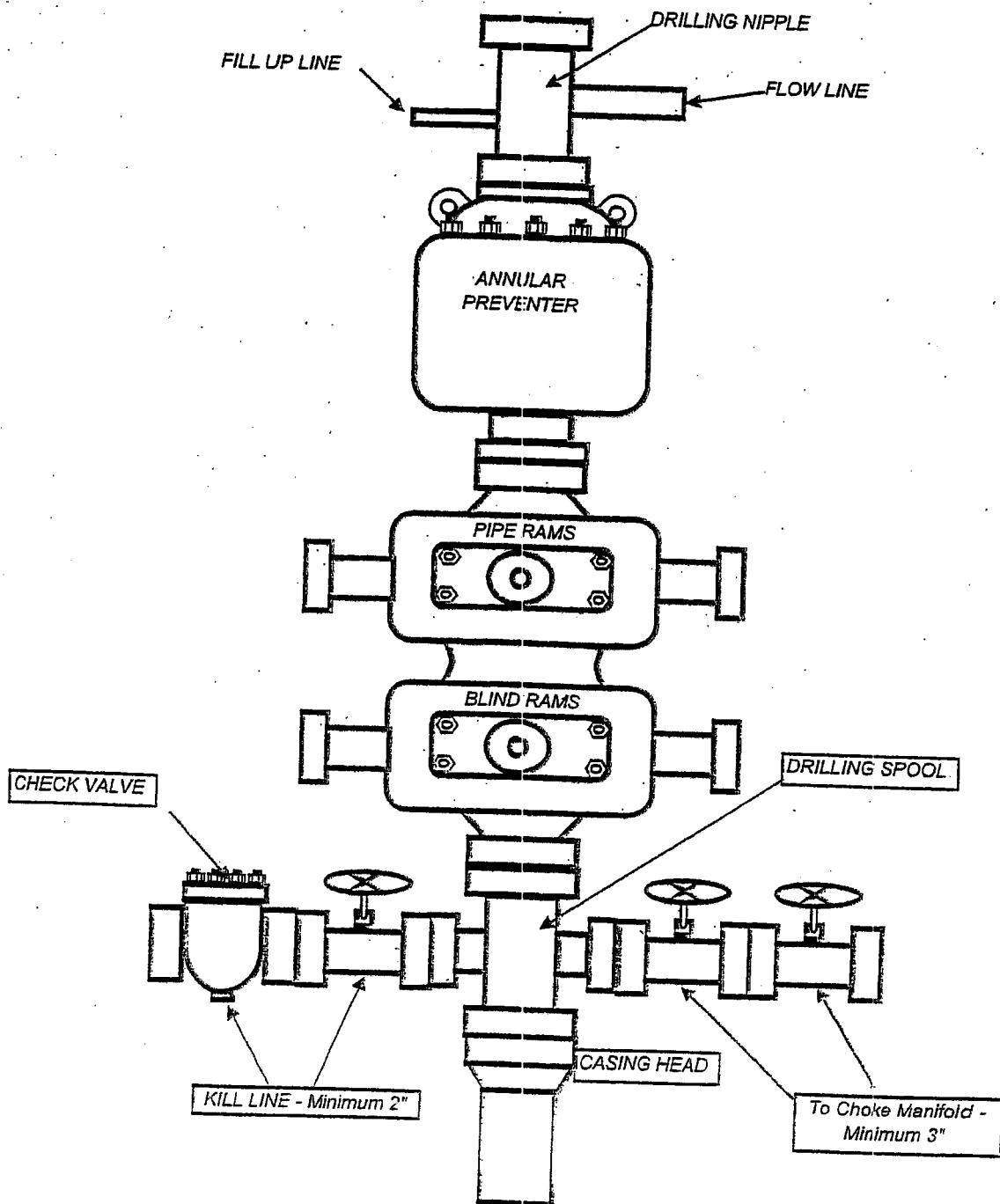
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER





Weatherford[®]

Drilling Services

Proposal



Bill Barrett Corporation

BILL BARRETT CORPORATION

14-21-46 DLB

DUCHESNE COUNTY, UTAH

WELL FILE:PLAN1

APRIL 25, 2007

Weatherford International, Ltd.
363 North Sam Houston Pkwy E, Suite 600
Houston, Texas 77060 USA
+1.281.260.5600 Main
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www.weatherford.com



Bill Barrett Corporation

#14-21-46 DLB
514' FSL & 1863' FEL
SECTION 21-T4S-R6W
DUCESNE COUNTY, UTAH

SITE DETAILS

#14-21-46 DLB
SECTION 21-T4S-R6W
514' FSL & 1863' FEL

Site Centre Latitude: 40°06'45.740N
Longitude: 110°33'54.430W

Ground Level: 7128.20
Positional Uncertainty: 0.00
Convergence: 0.60

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	276.06	0.00	0.00	0.00	0.00	0.00	0.00	
2	1000.00	0.00	276.06	1000.00	0.00	0.00	0.00	0.00	0.00	
3	1748.06	14.96	276.06	1739.59	10.25	-96.57	2.00	276.06	97.11	
4	6187.86	14.96	276.06	6028.88	131.24	-1236.37	0.00	0.00	1243.32	
5	7185.27	0.00	276.06	7015.00	144.91	-1365.13	1.50	180.00	1372.80	
6	9060.27	0.00	276.06	8890.00	144.91	-1365.13	0.00	276.06	1372.80	PBHL 14-21-46 DLB

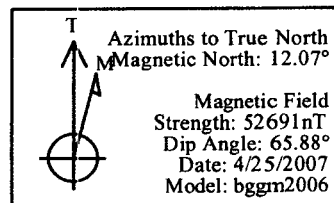
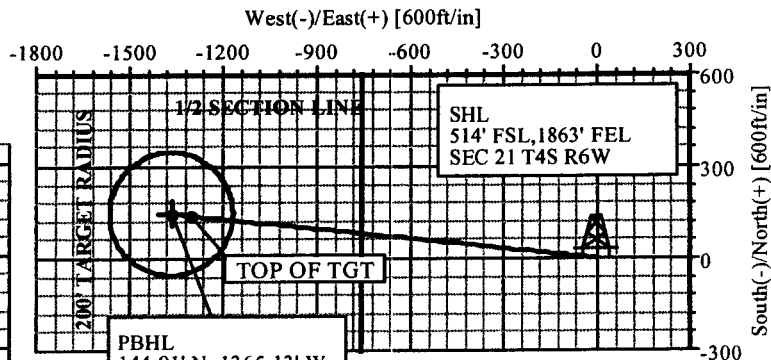
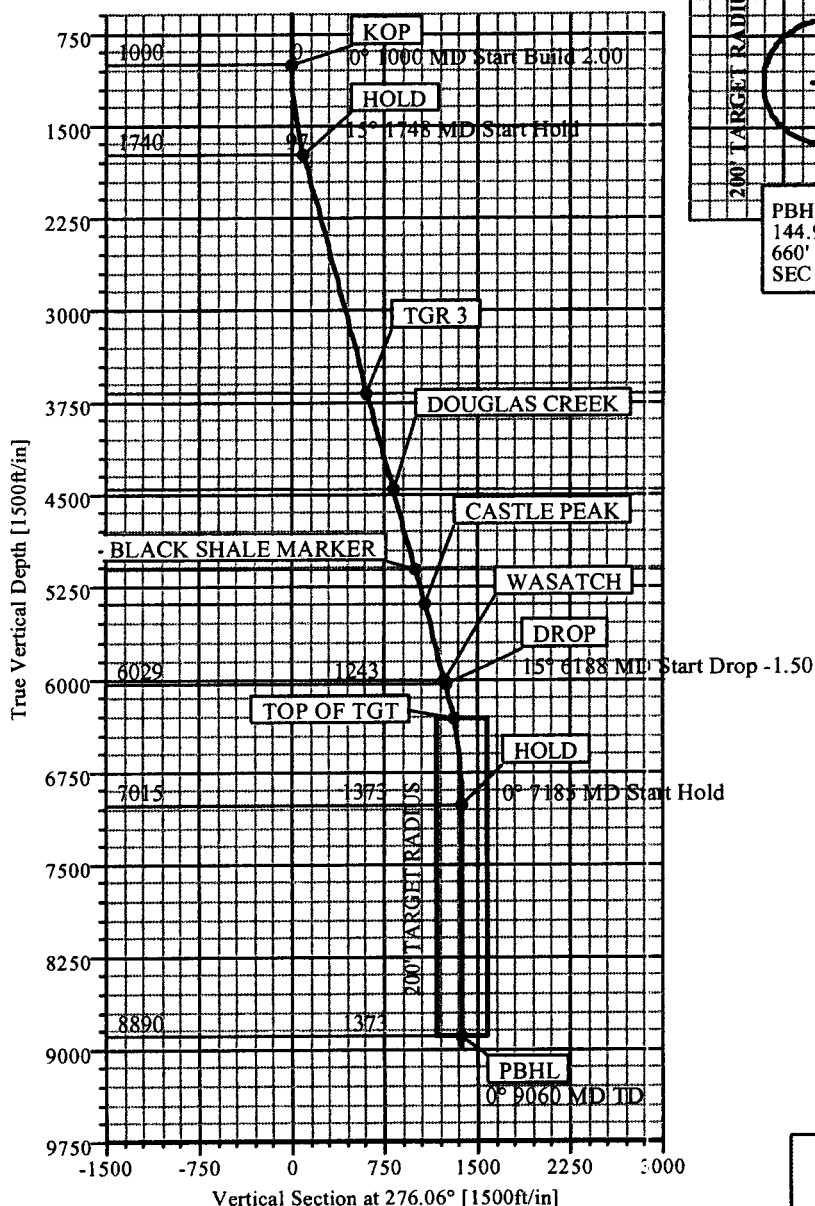
9560

FORMATION TOP DETAILS

No.	TVDPath	MDPath	Formation
1	3680.00	3756.56	TGR 3
2	4455.00	4558.75	DOUGLAS CREEK
3	5115.00	5241.91	BLACK SHALE MARKER
4	5390.00	5526.56	CASTLE PEAK
5	6005.00	6163.14	WASATCH

ASSUMED 15' KB ELEVATION

KB ELEVATION: 7143.2'
GR ELEVATION: 7128.2'



TOTAL CORRECTION TO TRUE NORTH: 12.07°

CASING DETAILS

No.	TVD	MD	Name	Size
No casings on this wellpath.				

Plan: Plan #1 (#14-21-46 DLB/1)

Created By: ROBERT SCOTT

Date: 4/25/2007

Weatherford International, Ltd.

PLAN REPORT

Company: BILL BARRETT CORP
Field: DUCHESNE COUNTY, UTAH
Site: #14-21-46 DLB
Well: #14-21-46 DLB
Wellpath: 1

Date: 4/25/2007 **Time:** 16:29:37 **Page:** 2
Co-ordinate(NE) Reference: Site: #14-21-46 DLB, True North
Vertical (TVD) Reference: SITE 7143.2
Section (VS) Reference: Well (0.00N,0.00E,276.06Azi)
Survey Calculation Method: Minimum Curvature **Db:** Sybase

Survey										Comment
MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	
2400.00	14.96	276.06	2369.43	28.02	-263.94	265.42	0.00	0.00	0.00	
2500.00	14.96	276.06	2466.04	30.74	-289.61	291.24	0.00	0.00	0.00	
2600.00	14.96	276.06	2562.65	33.47	-315.28	317.05	0.00	0.00	0.00	
2700.00	14.96	276.06	2659.26	36.19	-340.96	342.87	0.00	0.00	0.00	
2800.00	14.96	276.06	2755.87	38.92	-366.63	368.69	0.00	0.00	0.00	
2900.00	14.96	276.06	2852.48	41.64	-392.30	394.50	0.00	0.00	0.00	
3000.00	14.96	276.06	2949.09	44.37	-417.97	420.32	0.00	0.00	0.00	
3100.00	14.96	276.06	3045.70	47.09	-443.65	446.14	0.00	0.00	0.00	
3200.00	14.96	276.06	3142.31	49.82	-469.32	471.95	0.00	0.00	0.00	
3300.00	14.96	276.06	3238.92	52.54	-494.99	497.77	0.00	0.00	0.00	
3400.00	14.96	276.06	3335.53	55.27	-520.66	523.59	0.00	0.00	0.00	
3500.00	14.96	276.06	3432.14	57.99	-546.33	549.40	0.00	0.00	0.00	
3600.00	14.96	276.06	3528.75	60.72	-572.01	575.22	0.00	0.00	0.00	
3700.00	14.96	276.06	3625.36	63.44	-597.68	601.04	0.00	0.00	0.00	
3756.56	14.96	276.06	3680.00	64.98	-612.20	615.64	0.00	0.00	0.00	TGR 3
3800.00	14.96	276.06	3721.97	66.17	-623.35	626.85	0.00	0.00	0.00	
3900.00	14.96	276.06	3818.58	68.89	-649.02	652.67	0.00	0.00	0.00	
4000.00	14.96	276.06	3915.19	71.62	-674.70	678.49	0.00	0.00	0.00	
4100.00	14.96	276.06	4011.80	74.34	-700.37	704.30	0.00	0.00	0.00	
4200.00	14.96	276.06	4108.41	77.07	-726.04	730.12	0.00	0.00	0.00	
4300.00	14.96	276.06	4205.02	79.79	-751.71	755.94	0.00	0.00	0.00	
4400.00	14.96	276.06	4301.63	82.52	-777.38	781.75	0.00	0.00	0.00	
4500.00	14.96	276.06	4398.24	85.24	-803.06	807.57	0.00	0.00	0.00	
4558.75	14.96	276.06	4455.00	86.85	-818.14	822.74	0.00	0.00	0.00	DOUGLAS CREEK
4600.00	14.96	276.06	4494.85	87.97	-828.73	833.39	0.00	0.00	0.00	
4700.00	14.96	276.06	4591.46	90.69	-854.40	859.20	0.00	0.00	0.00	
4800.00	14.96	276.06	4688.07	93.42	-880.07	885.02	0.00	0.00	0.00	
4900.00	14.96	276.06	4784.68	96.14	-905.75	910.83	0.00	0.00	0.00	
5000.00	14.96	276.06	4881.29	98.87	-931.42	936.65	0.00	0.00	0.00	
5100.00	14.96	276.06	4977.90	101.59	-957.09	962.47	0.00	0.00	0.00	
5200.00	14.96	276.06	5074.51	104.32	-982.76	988.28	0.00	0.00	0.00	
5241.91	14.96	276.06	5115.00	105.46	-993.52	999.10	0.00	0.00	0.00	BLACK SHALE MARKER
5300.00	14.96	276.06	5171.12	107.04	-1008.44	1014.10	0.00	0.00	0.00	
5400.00	14.96	276.06	5267.73	109.77	-1034.11	1039.92	0.00	0.00	0.00	
5500.00	14.96	276.06	5364.34	112.50	-1059.78	1065.73	0.00	0.00	0.00	
5526.56	14.96	276.06	5390.00	113.22	-1066.60	1072.59	0.00	0.00	0.00	CASTLE PEAK
5600.00	14.96	276.06	5460.95	115.22	-1085.45	1091.55	0.00	0.00	0.00	
5700.00	14.96	276.06	5557.56	117.95	-1111.12	1117.37	0.00	0.00	0.00	
5800.00	14.96	276.06	5654.17	120.67	-1136.80	1143.18	0.00	0.00	0.00	
5900.00	14.96	276.06	5750.78	123.40	-1162.47	1169.00	0.00	0.00	0.00	
6000.00	14.96	276.06	5847.39	126.12	-1188.14	1194.82	0.00	0.00	0.00	
6100.00	14.96	276.06	5944.00	128.85	-1213.81	1220.63	0.00	0.00	0.00	
6163.14	14.96	276.06	6005.00	130.57	-1230.02	1236.93	0.00	0.00	0.00	
6187.86	14.96	276.06	6028.88	131.24	-1236.37	1243.32	0.00	0.00	0.00	WASATCH DROP
6200.00	14.78	276.06	6040.62	131.57	-1239.47	1246.43	1.50	-1.50	0.00	
6300.00	13.28	276.06	6137.63	134.13	-1263.57	1270.67	1.50	-1.50	0.00	
6400.00	11.78	276.06	6235.25	136.42	-1285.14	1292.36	1.50	-1.50	0.00	
6481.30	10.56	276.06	6315.00	138.08	-1300.80	1308.11	1.50	-1.50	0.00	TOP OF TGT
6500.00	10.28	276.06	6333.40	138.44	-1304.17	1311.49	1.50	-1.50	0.00	
6600.00	8.78	276.06	6432.01	140.18	-1320.63	1328.05	1.50	-1.50	0.00	
6700.00	7.28	276.06	6531.03	141.66	-1334.52	1342.02	1.50	-1.50	0.00	
6800.00	5.78	276.06	6630.38	142.86	-1345.83	1353.39	1.50	-1.50	0.00	
6900.00	4.28	276.06	6729.99	143.78	-1354.54	1362.15	1.50	-1.50	0.00	

Weatherford International, Ltd.

PLAN REPORT

Company:	BILL BARRETT CORP	Date:	4/25/2007	Time:	16:29:37	Page:	3
Field:	DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference:	Site: #14-21-46 DLB, True North				
Site:	#14-21-46 DLB	Vertical (TVD) Reference:	SITE 7143.2				
Well:	#14-21-46 DLB	Section (VS) Reference:	Well (0.00N,0.00E,276.06Azi)				
Wellpath:	1	Survey Calculation Method:	Minimum Curvature				Db: Sybase

Survey										Comment
MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	
7000.00	2.78	276.06	6829.80	144.43	-1360.66	1368.31	1.50	-1.50	0.00	HOLD
7100.00	1.28	276.06	6929.73	144.81	-1364.18	1371.85	1.50	-1.50	0.00	
7185.27	0.00	276.06	7015.00	144.91	-1365.13	1372.80	1.50	-1.50	0.00	
7200.00	0.00	276.06	7029.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7300.00	0.00	276.06	7129.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7400.00	0.00	276.06	7229.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7500.00	0.00	276.06	7329.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7600.00	0.00	276.06	7429.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7700.00	0.00	276.06	7529.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7800.00	0.00	276.06	7629.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
7900.00	0.00	276.06	7729.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8000.00	0.00	276.06	7829.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8100.00	0.00	276.06	7929.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	PBHL 14-21-46 DLB
8200.00	0.00	276.06	8029.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8300.00	0.00	276.06	8129.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8400.00	0.00	276.06	8229.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8500.00	0.00	276.06	8329.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8600.00	0.00	276.06	8429.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8700.00	0.00	276.06	8529.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8800.00	0.00	276.06	8629.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
8900.00	0.00	276.06	8729.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
9000.00	0.00	276.06	8829.73	144.91	-1365.13	1372.80	0.00	0.00	0.00	
9060.27	0.00	276.06	8890.00	144.91	-1365.13	1372.80	0.00	0.00	0.00	

Annotation

MD ft	TVD ft	
1000.00	1000.00	KOP
1748.06	1739.59	HOLD
6187.86	6028.88	DROP
6481.30	6315.00	TOP OF TGT
7185.27	7015.00	HOLD
9060.27	8890.00	PBHL

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	Latitude Deg Min Sec	Longitude Deg Min Sec
PBHL 14-21-46 DLB -Circle (Radius: 200) -Plan hit target			8890.00	144.91	-1365.13	7211288.77	1900513.57	40 6 47.172 N	110 34 12.002 W

**Surface Use Plan for
Bill Barrett Corporation's
Development Program
Lake Canyon Area
Duchesne County, Utah**

1. Existing Roads:

The Lake Canyon area is located approximately 12 miles southwest of Duchesne, Utah and extends from Township 3 South, Range 10 West to Township 5 South, Range 6 West. The specific location of a particular well pad will be shown on maps and described in the site specific APD.

The use of Skitzzy Road is necessary to access the area. Improvements to Skitzzy Road and other existing access roads will be noted in the site specific APD's.

2. Planned Access Roads:

Descriptions of new access road(s) will be included in the site specific APD.

Surface disturbance and vehicular traffic will be limited to the approved location and approved access route. Any additional area needed will be approved in advanced with the UDWR

3. Location of Tank Batteries, Production Facilities, and Production Gathering And Service Lines:

The following guidelines will apply if the well is productive:

All permanent (on site for six months or longer) structures constructed or installed will conform to DOGM standards. All facilities will be painted within six months of installation.

A containment dike will be constructed completely around production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, and hold a minimum of 110% of the capacity of the largest tank. Topsoil will not be used for the construction of dike(s).

A description of the proposed pipeline and a map illustrating the proposed route will be submitted with the well site specific APD.

4. Location and Type of Water Supply

The Duchesne City Culinary Water Dock located in section 1, T4S-R5W will be used for water supply for drilling and completion operations. Additional water supply sources will be addressed in the site specific APD, indicating the location and type of water supply.

5. Source of Construction Materials:

All construction materials for this location site and access road shall be borrowed (local) material accumulated during construction of the location site and access road. No construction materials will be removed from UDWR lands. If any gravel is used, it will be obtained from an approved gravel pit.

6. Methods of Handling Waste Materials:

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including any salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed.

Unless otherwise specified in the site specific APD, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not allow discharge of liquids.

If it is determined, at the onsite, that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12-millimeters thick. The liner will overlay a felt-liner pad if rock that might tear or puncture the liner is encountered during excavation. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash, scrap pipe, etc. that could puncture the liner will not be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operations. The pit liner will be protected during drilling and completion operations.

Production fluids will be contained in leak-proof tanks. All production fluids will be sold, recycled, or disposed of at approved disposal sites.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical self-contained sanitary-toilet will be onsite during drilling and completions.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig.

Any open pits will be fenced during the operations. The reserve pit fencing will be on three sides before drilling operations start. The fourth side will be fenced as soon as drilling is completed and the rig is removed. The fencing will be maintained until such time as the pits are backfilled.

7. **Ancillary Facilities:**

Garbage containers and portable toilets are the only ancillary facilities proposed. No additional ancillary facilities are foreseen in the future.

8. **Wellsite Layout:**

A location layout diagram describing drill pad cross-sections, cuts and fills, and locations of mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and the surface materials stockpile(s) will be included with the site specific APD and developed through a consultant.

9. **Plans for Restoration of the Surface:**

The dirt contractor will be provided with an approved copy of the surface use plan and these Standard Operating Procedures prior to commencing construction activities.

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production. All reclamation standards will be developed between Bill Barrett Corporation (BBC) and UDWR. Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be re-contoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored as near

as possible to its original line of flow.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The remaining liner will be torn and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting, unless it is determined that this location will be utilized to drill additional wells within 1 year of completing operations.

After the reserve pit has been reclaimed, diversion ditches and water bars will be used to divert precipitation runoff/runoff as appropriate.

Prior to the construction of the location, the top 6 inches or maximum available topsoil material will be stripped and stockpiled. Placement of the topsoil will be noted on the location plat attached to the site specific APD. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit. When all drilling and completion activities have been completed, the unused portion of the location (area outside the deadmen) will be recontoured and the stockpiled topsoil spread over the area.

If topsoil must be stored for more than one year:

It shall be windrowed on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

It shall be broadcast seeded with the prescribed seed mixture immediately after windrowing. Seed will be drilled on the contour to an appropriate depth and the stockpile then "walked" with a dozer to cover the seed and roughen the soil to prevent erosion.

Mulching may be considered to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw and hay must be certified to be weed-free and the documentation submitted prior to usage.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road will be scarified and left with a rough surface.

UDWR shall be contacted for the required seed mixture. Seed will be drilled on

the contour to an appropriate depth. If broadcast seeded, the amount of seed mixture per acre will be doubled, and a harrow or some other implement will be dragged over the seeded area to assure coverage of the seeds.

At final abandonment, BBC will follow UT-DOGM standards for final well abandonment.

10. Other Information:

The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the BBC field representative to ensure compliance.

The operator will control noxious weeds along applied access road authorizations, pipeline route authorizations, well sites or other applicable facilities

Wells drilled during the fire season (June – October) all appropriate precautions shall be instituted to ensure that fire hazard is minimized, including, but not limited to, controlling vegetation and keeping fire fighting equipment readily available during all drilling and completion operations.

Drilling rigs and/or equipment used during drilling operations on locations will not be stacked or stored on UDWR administered lands after the conclusion of drilling operations or at any other time without permission by the UDWR. If UDWR permission is obtained, such storage will only be temporary measure.

Travel will be restricted to approved travel routes.

11. CERTIFICATION

Reed Haddock
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Phone: 303-312-8546

Fax: 303-291-0420

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with operations proposed herein will be performed by Bill Barrett Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.



Reed Haddock
Permit Analyst

DATE: February 27, 2007

12. Bill Barrett Corporation and UDWR Contacts:

BBC Representatives:

Reed Haddock, Regulatory and Permitting; Phone: (303) 312-8546
Scot Donato, Environmental Health and Safety; Phone: (303) 312-8191
Monty Shed, Field Operations; Phone: (307) 262-1511

UDWR Representatives:

Ben Williams, UDWR, Wildlife Resources; Phone: (435) 781-5357
Bill James, UDWR, Wildlife Resources, Manager; Phone: (801) 538-4745

BILL BARRETT CORPORATION

#14-21-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 21, T4S, R6W, U.S.B.&M.

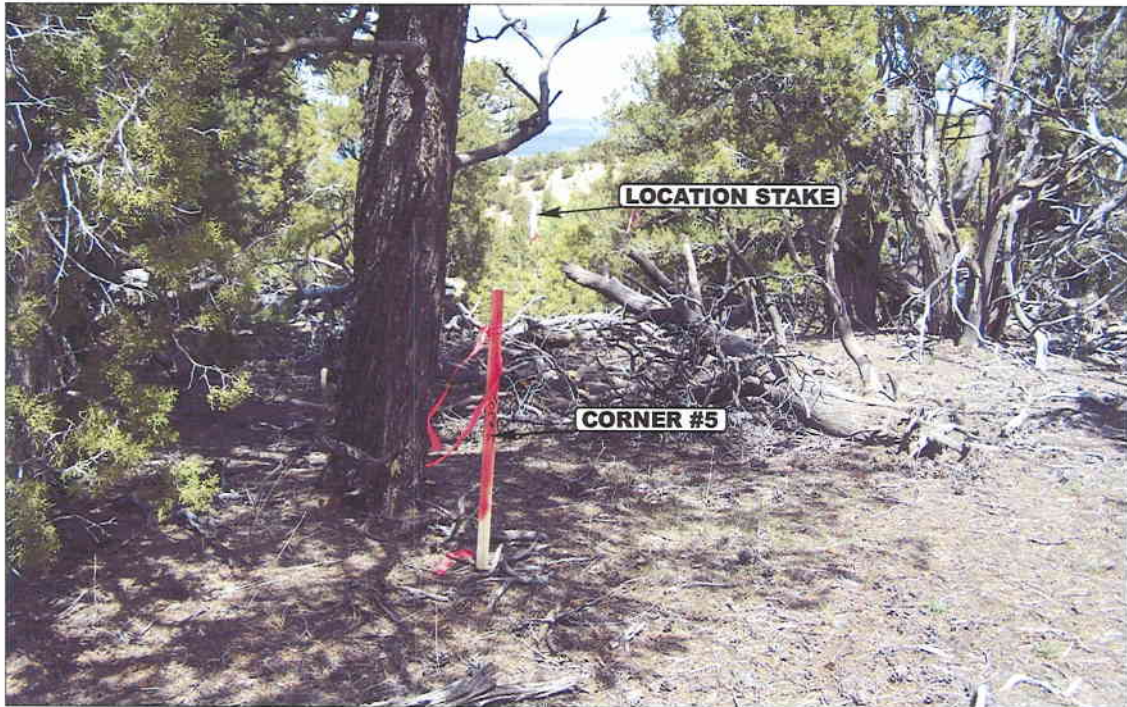


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: WESTERLY



- Since 1964 -

U
E
L
S
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

TOPOGRAPHIC			04	18	07
MAP			MONTH	DAY	YEAR
TAKEN BY: D.R.		DRAWN BY: C.P.		REVISED: 00-00-00	

PHOTO

BILL BARRETT CORPORATION

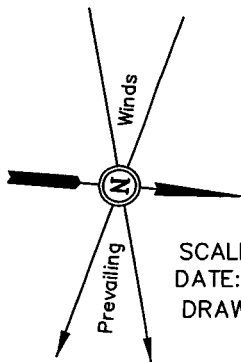
LOCATION LAYOUT FOR

#14-21-46 DLB

SECTION 21, T4S, R6W, U.S.B.&M.

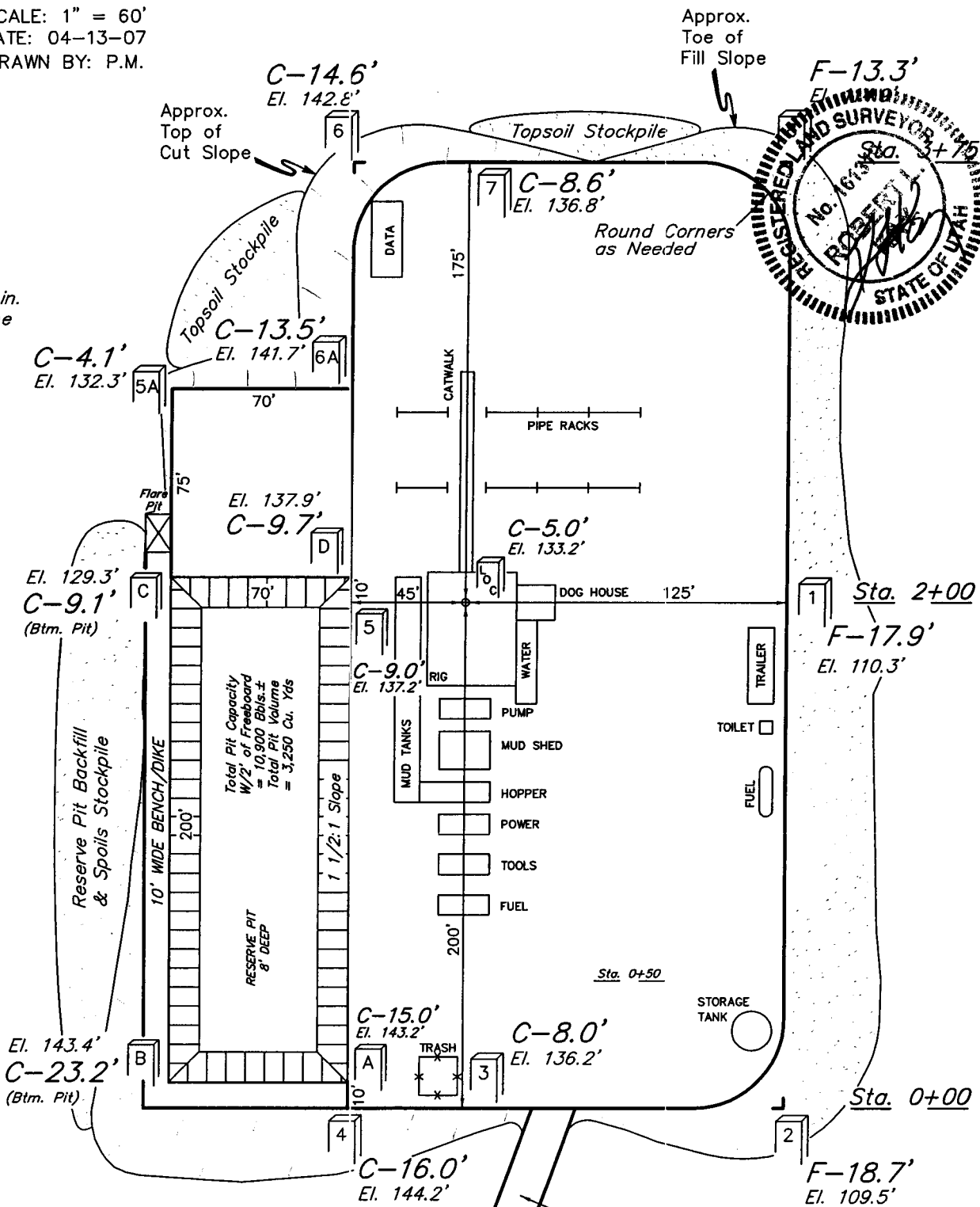
514' FSL 1863' FEL

FIGURE #1



SCALE: 1" = 60'
DATE: 04-13-07
DRAWN BY: P.M.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



NOTES:

Elev. Ungraded Ground At Loc. Stake = 7133.2'
FINISHED GRADE ELEV. AT LOC. STAKE = 7128.2'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1077

BILL BARRETT CORPORATION

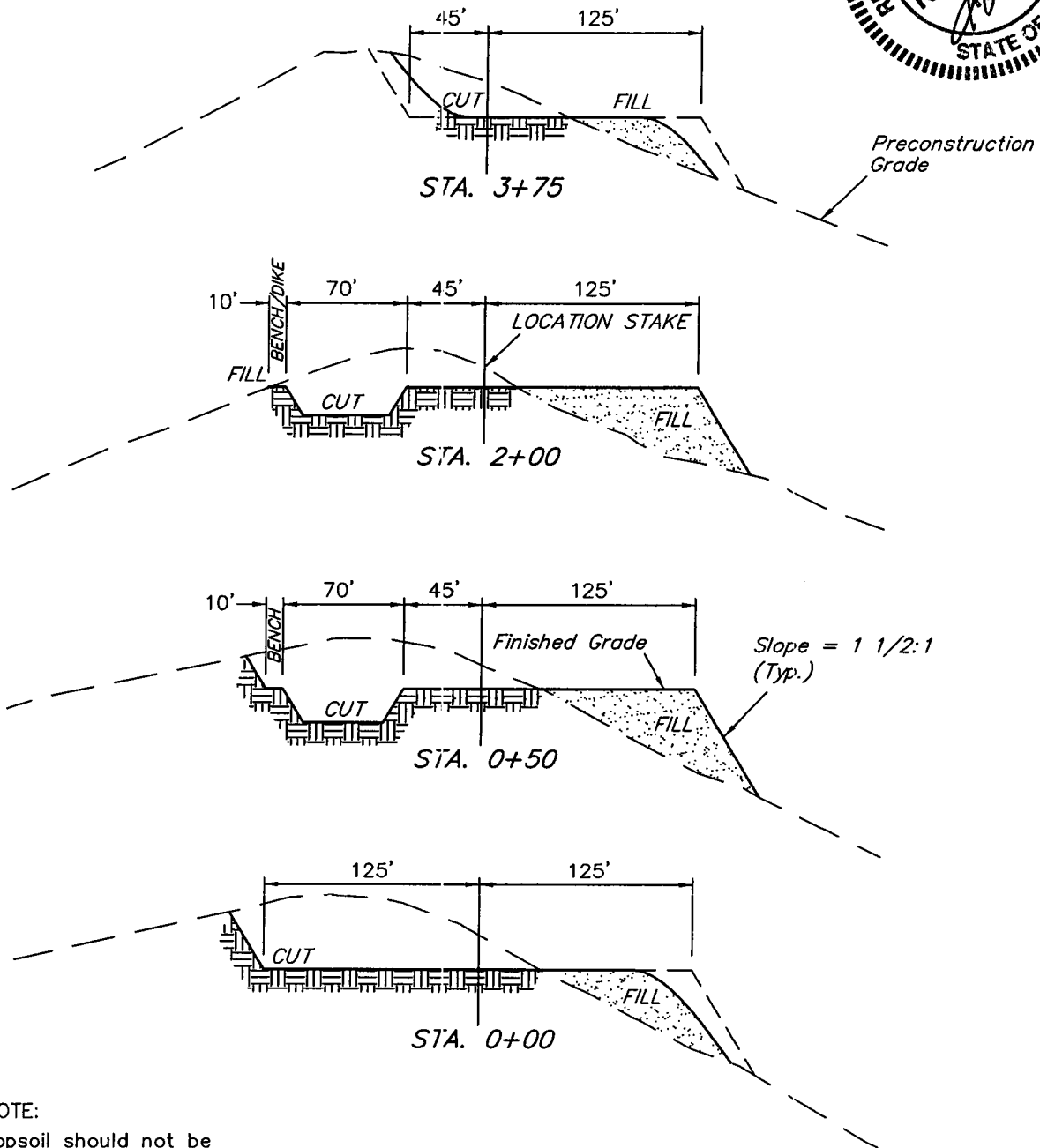
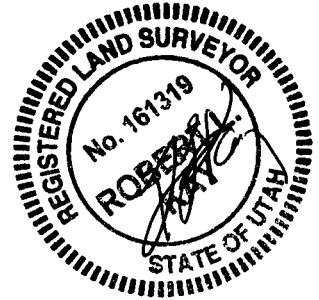
TYPICAL CROSS SECTIONS FOR

#14-21-46 DLB
SECTION 21, T4S, R6W, U.S.B.&M.
514' FSL 1863' FEL

FIGURE #2

1" = 40'
X-Section
Scale
1" = 100'

DATE: 04-13-07
DRAWN BY: P.M.



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

* NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT

(12") Topsoil Stripping = 4,220 Cu. Yds.
Remaining Location = 17,540 Cu. Yds.

TOTAL CUT = 21,760 CU.YDS.

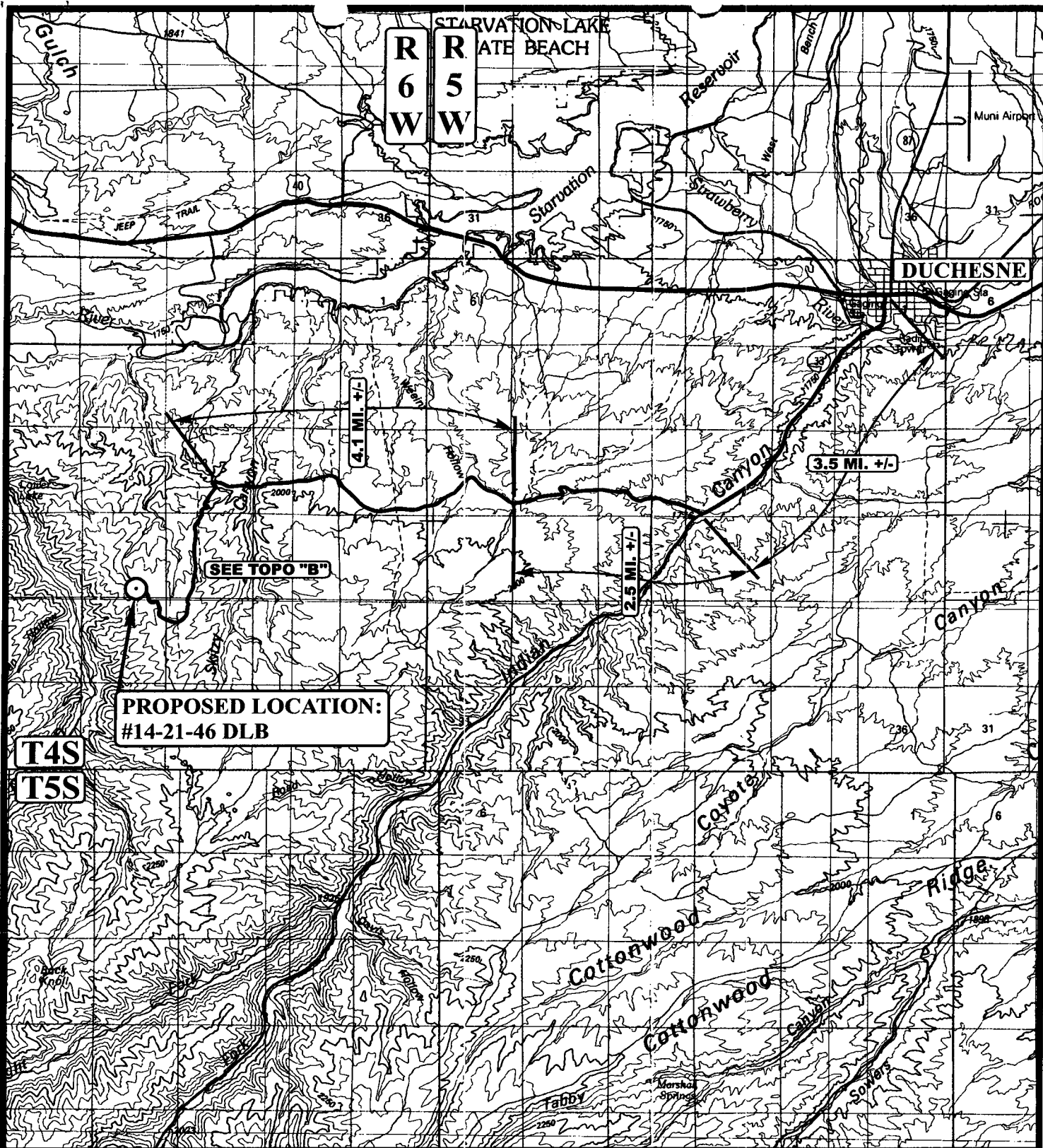
FILL = 15,910 CU.YDS.

EXCESS MATERIAL = 5,850 Cu. Yds.

Topsoil & Pit Backfill (1/2 Pit Vol.) = 5,850 Cu. Yds.

EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

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LEGEND:

○ PROPOSED LOCATION

BILL BARRETT CORPORATION

#14-21-46 DLB

SECTION 21, T4S, R6W, U.S.B.&M.

514' FSL 1863' FEL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

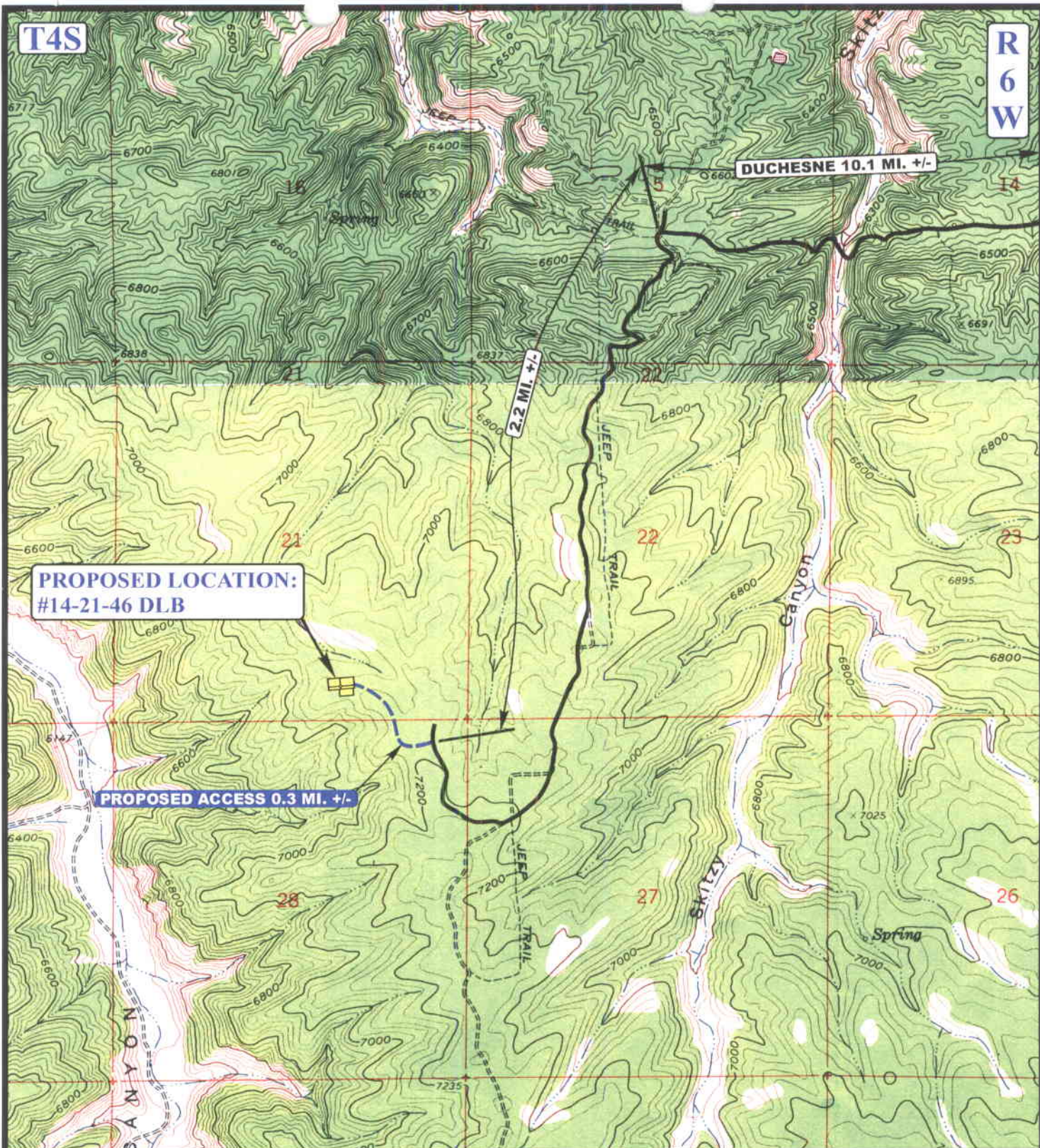
04 18 07
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: C.P. REVISED: 00-00-00



T4S

R 6 W



LEGEND:

— EXISTING ROAD
- - - PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

#14-21-46 DLB
SECTION 21, T4S, R6W, U.S.B.&M.
514' FSL 1863' FEL



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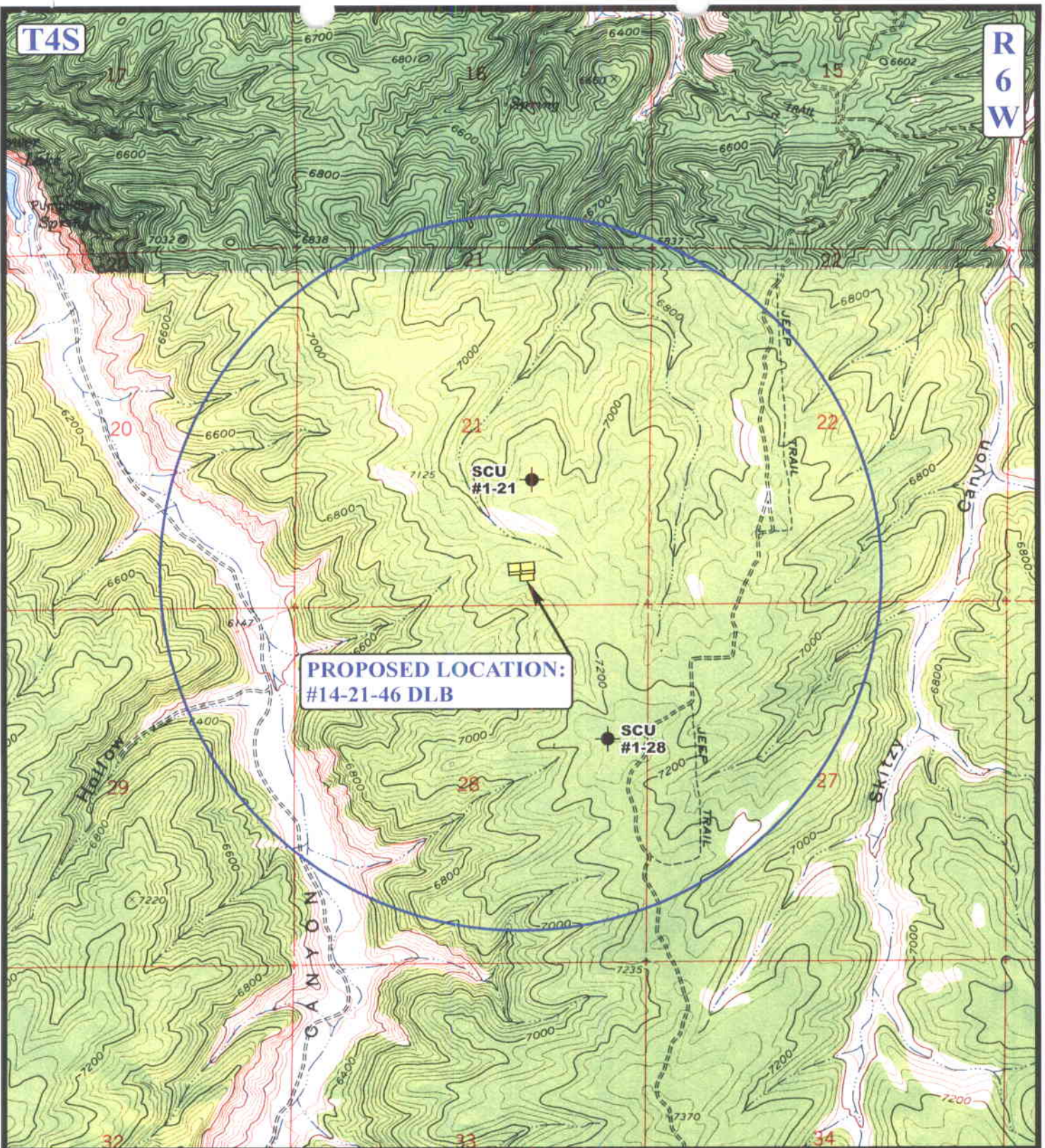
**TOPOGRAPHIC
MAP**

04 18 07
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 00-00-00



T4S

R
6
W**LEGEND:**

- | | |
|-------------------|-------------------------|
| ○ DISPOSAL WELLS | ○ WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |

BILL BARRETT CORPORATION

#14-21-46 DLB

SECTION 21, T4S, R6W, U.S.B.&M.

514' FSL 1863' FEL



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TOPOGRAPHIC
MAP

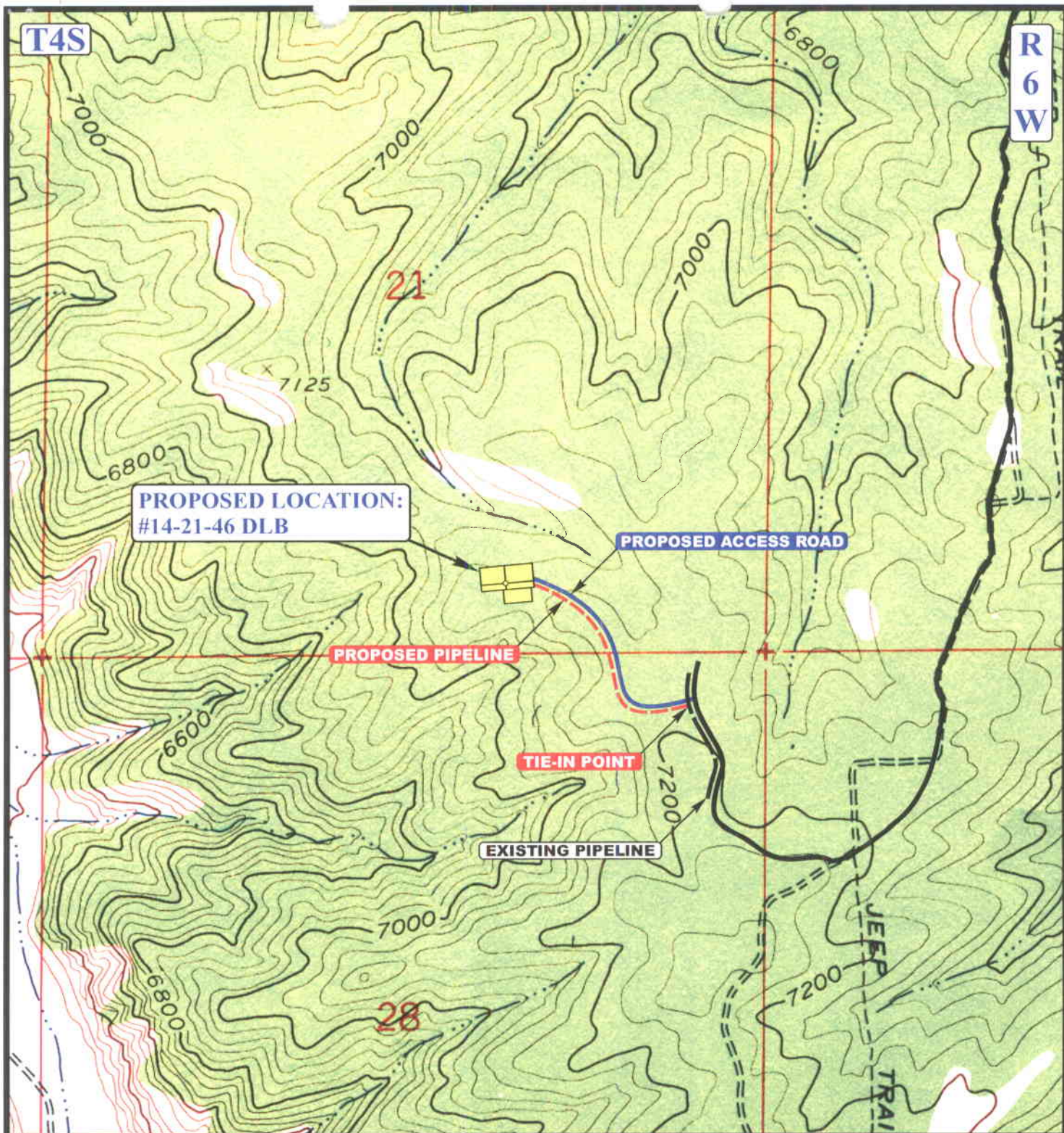
04 18 07
MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: C.P.

REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,614' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - PROPOSED PIPELINE



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 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



BILL BARRETT CORPORATION

#14-21-46 DLB
SECTION 21, T4S, R6W, U.S.B.&M.
514' FSL 1863' FEL

**TOPOGRAPHIC
MAP**

04 18 07
 MONTH DAY YEAR

SCALE: 1" = 1000'

DRAWN BY: C.P.

REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 04/30/2007

API NO. ASSIGNED: 43-013-33630

WELL NAME: 14-21-46 DLB

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303-312-8546

CONTACT: REED HADDOCK

PROPOSED LOCATION:

SWSE 21 040S 060W

SURFACE: 0514 FSL 1863 FEL

BOTTOM: 0660 FSL 1980 FWL

COUNTY: DUCHESNE

LATITUDE: 40.11276 LONGITUDE: -110.5645

UTM SURF EASTINGS: 537114 NORTHINGS: 4440154

FIELD NAME: ALTAMONT (55)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5500

PROPOSED FORMATION: NHORN

SURFACE OWNER: 2 - Indian

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat
☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. WYB000040)
☒ Potash (Y/N)
☒ Oil Shale 190-5 (B) or 190-3 or 190-13
☒ Water Permit
(No. MUNICIPAL)
☒ RDCC Review (Y/N)
(Date:)
☒ Fee Surf Agreement (Y/N)
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

☐ R649-2-3.
Unit: _____
☐ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
☐ R649-3-3. Exception
☐ Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
☒ R649-3-11. Directional Drill

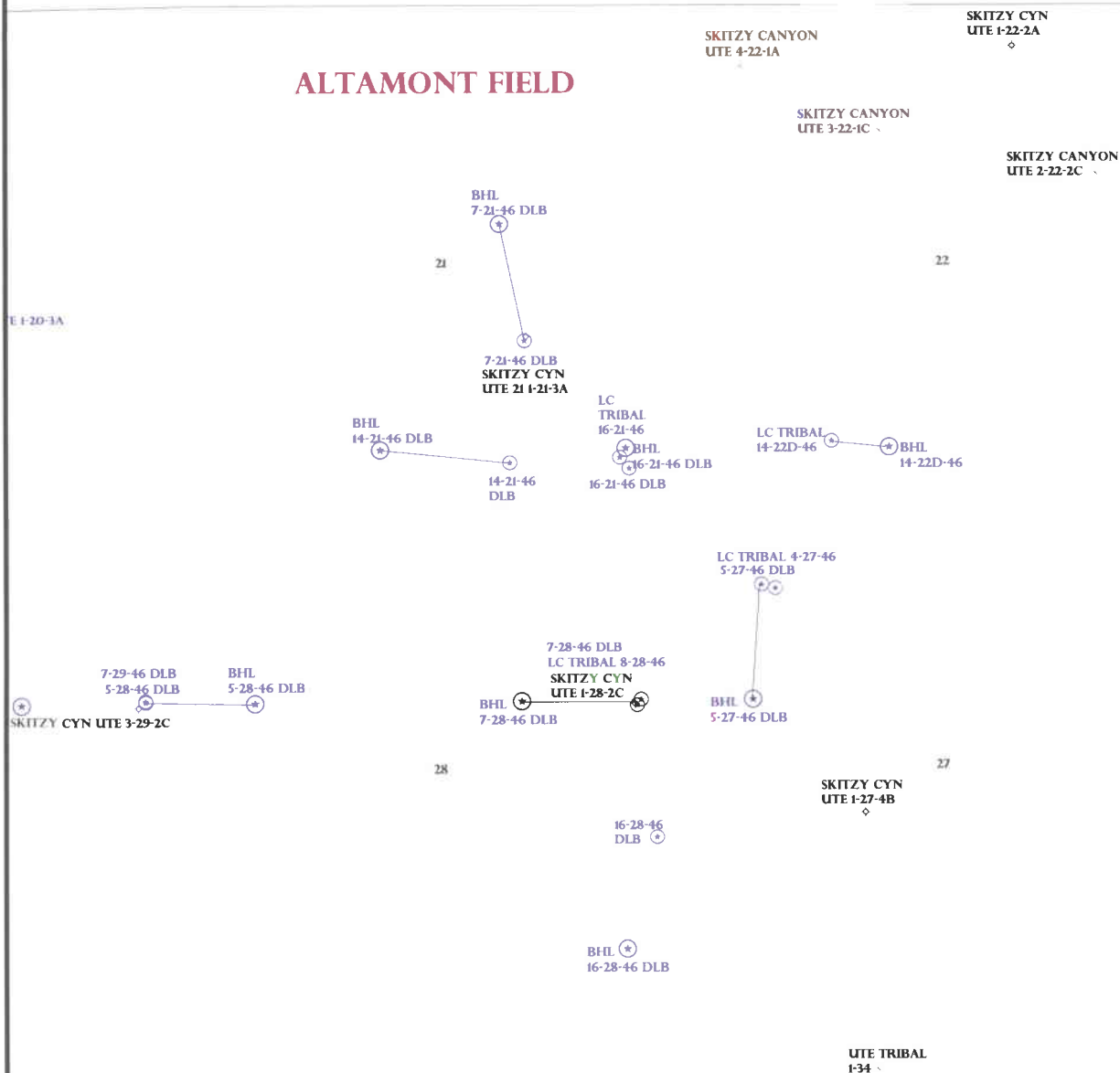
COMMENTS: _____

STIPULATIONS: _____

1. Federal Approval
2. Spacing Map

T4S R6W

ALTAMONT FIELD



OPERATOR: BILL BARRETT CORP (N2165)

SEC: 21,28 T.4S R.6W

FIELD: ALTAMONT (55)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status

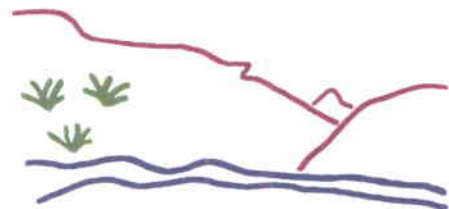
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA MASON
DATE: 7-MAY-2007



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

May 7, 2007

Bill Barrett Corporation
1099 18th St., Ste. 2300
Denver, CO 80202

Re: 14-21-46 DLB Well, Surface Location 514' FSL, 1863 FEL, SW SE, Sec. 21,
T. 4 South, R. 6 West, Bottom Location 660' FSL, 1980' FWL, SE SW,
Sec. 21, T. 4 South, R. 6 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33630.

Sincerely,

A handwritten signature in black ink, appearing to read "Gil Hunt".

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal Office

Operator: Bill Barrett Corporation
Well Name & Number 14-21-46 DLB
API Number: 43-013-33630
Lease: 14-20-H62-5500

Surface Location: SW SE **Sec.** 21 **T.** 4 South **R.** 6 West
Bottom Location: SE SW **Sec.** 21 **T.** 4 South **R.** 6 West

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. In accordance with Utah Admin. R. 649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

RECEIVED
VERNAL FIELD OFFICE

FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. BIA 14-20-H62-5500
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name UTE INDIAN TRIBE
2. Name of Operator BILL BARRETT CORPORATION		7. If Unit or CA Agreement, Name and No. N/A
3a. Address 1099 18th Street, Suite 2300 Denver CO 80202	3b. Phone No. (include area code) (303) 312-8546	8. Lease Name and Well No. # 14-21-46 DLB
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface SWSE, 514' FSL, 1863' FEL At proposed prod. zone SESW, 660' FSL, 1980' FWL		9. API Well No. Pending 43-013-33630
14. Distance in miles and direction from nearest town or post office* Approximately 12.6 miles southwest of Duchesne, Utah		10. Field and Pool, or Exploratory Altamont
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 514' SHL; 660' BHL		11. Sec., T. R. M. or Blk. and Survey or Area Section 21-T4S-R6W U.S.B.&M.
16. No. of acres in lease N/A	17. Spacing Unit dedicated to this well 40	12. County or Parish Duchesne
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1,200' abandoned well	19. Proposed Depth 9560' MD	13. State UT
20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040	21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7133' ungraded ground	22. Approximate date work will start* 07/01/2007
23. Estimated duration 45 days		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature <i>Reed Haddock</i>	Name (Printed/Typed) Reed Haddock	Date 04/27/2007
Title Permit Analyst		

Approved by (Signature) <i>Jerry Kenczer</i>	Name (Printed/Typed) JERRY KENCZER	Date 6-5-2007
Title Assistant Field Manager Lands & Mineral Resources		Office VERNAL FIELD OFFICE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on page 2)

RECEIVED

JUN 13 2007

DIV. OF OIL, GAS & MINING

NOTICE OF APPROVAL CONDITIONS OF APPROVAL ATTACHED

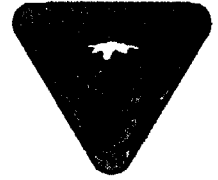


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 14-21-46 DLB
API No: 43-013 - 33630

Location: SWSE, Sec. 21, T4S, R6W
Lease No: BIA 14-20-H62- 5500
Agreement: N/A

Title	Name	Office Phone Number	Cell Phone Number
Petroleum Engineer:	Matt Baker	(435) 781-4490	(435) 828-4470
Petroleum Engineer:	Michael Lee	(435) 781-4432	(435) 828-7875
Petroleum Engineer:	James Ashley	(435) 781-4470	(435) 828-7874
Petroleum Engineer:	Ryan Angus	(435) 781-4430	(435) 828-7368
Supervisory Petroleum Technician:	Jamie Sparger	(435) 781-4502	(435) 828-3913
NRS/Enviro Scientist:	Paul Buhler	(435) 781-4475	(435) 828-4029
NRS/Enviro Scientist:	Karl Wright	(435) 781-4484	
NRS/Enviro Scientist:	Holly Villa	(435) 781-4404	
NRS/Enviro Scientist:	Melissa Hawk	(435) 781-4476	(435) 828-7381
NRS/Enviro Scientist:	Chuck MacDonald	(435) 781-4441	(435) 828-7481
NRS/Enviro Scientist:	Jannice Cutler	(435) 781-3400	
NRS/Enviro Scientist:	Michael Cutler	(435) 781-3401	
NRS/Enviro Scientist:	Anna Figueroa	(435) 781-3407	
NRS/Enviro Scientist:	Verlyn Pindell	(435) 781-3402	
NRS/Enviro Scientist:	Darren Williams	(435) 781-4447	
NRS/Enviro Scientist:	Nathan Packer	(435) 781-3405	

Fax: (435) 781-4410

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity	- The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

Surface COAs:

General Conditions of Approval

- A 1614.34' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

Additional Conditions of Approval

- Paint tanks Olive Black.

DOWNHOLE COAs:

SITE SPECIFIC DOWNHOLE COAs:

- Use 1" tubing to cement top 100 feet of surface casing with class G neat cement (1.18 cubic feet per sack).
- 5M BOPE shall be required, when drilling out surface casing shoe. The 5M BOPE shall meet all requirements of Onshore Order #2 including testing requirements.
- The top of the production casing cement shall extend a minimum of 200 feet above the 9 5/8 inch surface casing shoe.
- All casing strings below the conductor shall be pressure tested to 0.22 psi/ft or 1500 psi, whichever is greater, but not to exceed 70% of the internal yield strength of the casing.
- A formation integrity test shall be performed at the 9 5/8 inch casing shoe after drilling 20 feet or less.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- Chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or

data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: BIA 14-20-H62-5500
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
3. ADDRESS OF OPERATOR: 1099 18TH Street, Ste 2300 CITY DENVER STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 514' FSL x 1863' FEL		8. WELL NAME and NUMBER: # 14-21-46 DLB
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 21 T4S R6W		9. API NUMBER: 4301333508 6 30
		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
		COUNTY: DUCHESNE
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD EXTENSION</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION (BBC) REQUESTS A ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON MAY 7, 2007 AND EXPIRES MAY 7, 2008.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 05-06-08
By: [Signature]

COPY SENT TO OPERATOR

Date: 5.7.2008
Initials: KS

NAME (PLEASE PRINT) <u>REED HADDOCK</u>	TITLE <u>PERMIT ANALYST</u>
SIGNATURE <u>[Signature]</u>	DATE <u>5/1/2008</u>

(This space for State use only)

RECEIVED

MAY 06 2008

DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 4301333630
Well Name: 14-21-46 DLB
Location: 514' FSL, 1863' FEL, SWSE, SEC. 21, T4S, R6W
Company Permit Issued to: BILL BARRETT CORPORATION
Date Original Permit Issued: 5/7/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Reed Haddock
Signature

5/11/2008
Date

Title: PERMIT ANALYST

Representing: BILL BARRETT CORPORATION

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MAY 06 2008

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: BIA 14-20-H62-5500
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
3. ADDRESS OF OPERATOR: 1099 18TH Street, Ste 2300 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 514' FSL, 1863' FEL		8. WELL NAME and NUMBER: #14-21-46 DLB
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 21 T4S R6W		9. API NUMBER: 4301333630
COUNTY: DUCHESNE		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
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	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD EXTENSION</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION (BBC) REQUESTS AN ADDITIONAL ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON MAY 7, 2007, THE PREVIOUS PERMIT EXTENSION WAS FILED ON MAY 1, 2008 AND EXPIRES ON MAY 6, 2009.

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 5.12.2009

Initials: KS

Date: 05-11-09
By: [Signature]

NAME (PLEASE PRINT) Matt Barber

TITLE Permit Analyst

SIGNATURE Matt Barber

DATE 4/30/2009

(This space for State use only)

RECEIVED

MAY 06 2009



**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 4301333630
Well Name: #14-21-46 DLB
Location: 514' FSL, 1863' FEL, SWSE, Sec. 21, T4S-R6W
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 5/7/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒


Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐


Signature

4/30/2009
Date

Title: Permit Analyst

Representing: Bill Barrett Corporation

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MAY 06 2009

DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/ut/st/en/fo/vernal.html>

IN REPLY REFER TO:
3160
UTG011

August 6, 2009

Matt Barber
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Re: 43 013 33630
Notice of Expiration
Well No. 14-21-46 DLB
SWSE, Sec. 21, T4S, R6W
Duchesne County, Utah
Lease No. 14-20-H62-5500

Dear Mr. Barber:

The Application for Permit to Drill for the above-referenced well was approved on June 5, 2007. No extension of the original APD was requested. According to our records, no known activity has transpired at the approved location. In view of the foregoing, this office is notifying you that the approval of the referenced application has expired. If you intend to drill at this location in the future, a new Application for Permit to Drill must be submitted.

This office requires a letter confirming that no surface disturbance has been made for this drill site. Any surface disturbance associated with the approved location of this well is to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

If you have any questions regarding this matter, please contact me at (435) 781-3428.

Sincerely,

Robin R. Hansen

Robin R. Hansen
Legal Instruments Examiner

cc: UDOGM
BIA
Ute Tribe

RECEIVED

SEP 15 2009

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500			
1. TYPE OF WELL Gas Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14-21-46 DLB			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0514 FSL 1863 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSE Section: 21 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013336300000			
PHONE NUMBER: 303 312-8128 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/6/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: _____ </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: _____
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. As per conversation between Brad Hill (DOGM Permitting Manager) and Tracey Fallang (BBC Permit Specialist) on May 6, 2010, BBC has been granted an additional year extension on the APD for this location. The original APD was approved on May 7, 2007. The previous permit extension expires on May 7, 2010.					
Approved by the Utah Division of Oil, Gas and Mining Date: May 10, 2010 By:					
NAME (PLEASE PRINT) Matt Barber	PHONE NUMBER 303 312-8168	TITLE Permit Analyst			
SIGNATURE N/A		DATE 5/6/2010			



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013336300000

API: 43013336300000

Well Name: 14-21-46 DLB

Location: 0514 FSL 1863 FEL QTR SWSE SEC 21 TWP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/7/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Matt Barber

Date: 5/6/2010

Title: Permit Analyst **Representing:** BILL BARRETT CORP

Date: May 10, 2010

By: 

RECEIVED May 06, 2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500			
1. TYPE OF WELL Gas Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14-21-46 DLB			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0514 FSL 1863 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSE Section: 21 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013336300000			
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/7/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC is requesting a one year extension to this APD that expires 5/7/2011. Per previous conversations had between Tracey Fallang of BBC and Brad Hill, an extension may be granted on this APD due to the fact that federal authority approval was recently received.					
NAME (PLEASE PRINT) Brady Riley		PHONE NUMBER 303 312-8115			
SIGNATURE N/A		TITLE Permit Analyst			
DATE 4/8/2011		APPROVED BY THE Utah Division of Oil, Gas and Mining Date: 04/14/2011 By:			



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013336300000

API: 43013336300000

Well Name: 14-21-46 DLB

Location: 0514 FSL 1863 FEL QTR SWSE SEC 21 TWP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/7/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

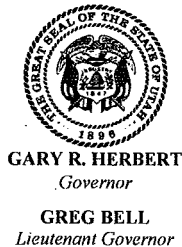
- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
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- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Brady Riley

Date: 4/8/2011

Title: Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED Apr. 08, 2011



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

July 27, 2012

Bill Barrett Corporation
1099 18th Street, Ste. 2300
Denver, CO 80202

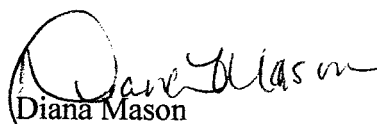
Re: APD Rescinded – 14-21-46 DLB Sec. 21, T.4S, R. 6W
Duchesne County, Utah API No. 43-013-33630

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on May 7, 2007. On May 6, 2008, May 11, 2009, May 10, 2010 and April 14, 2011 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective July 27, 2012.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal

